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OMB APPROVAL  
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| FORM 4 |  
+-----+  
U.S. SECURITIES AND EXCHANGE COMMISSION  
WASHINGTON, D.C. 20549  
[ ] Check this box if no longer subject to Section 16.  
Form 4 or Form 5 obligations may continue. See Instruction 1(b).  
STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP  
Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(f) of the Investment Company Act of 1940

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1. Name and Address of Reporting Person\*  
-----  
Syal Madan  
-----  
(Last) (First) (Middle)  
-----  
c/o OSI Systems, Inc. 12525 Chadron Avenue  
-----  
(Street)  
-----  
Hawthorne, Ca. 90250  
-----  
(City) (State) (Zip)  
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\* If the Form is filed by more than one Reporting Person, see Instruction 4(b)(v).  
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2. Issuer Name and Ticker or Trading Symbol OSI Systems, Inc. (OSIS)  
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3. IRS or Social Security Number of Reporting Person (Voluntary)-----

4. Statement for Month/Year -----

5. If Amendment, Date of Original (Month/Year) -----

6. Relationship of Reporting Person to Issuer (Check all applicable)  
-----  
X  
--- Director \_\_\_ Officer \_\_\_ 10% Owner \_\_\_ Other  
(give title below) (specify below)  
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7. Individual or Joint/Group Filing (Check Applicable Line)  
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X  
---- Form filed by One Reporting Person  
\_\_\_ Form filed by More than One Reporting Person  
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Table I--Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	3. Transaction Code (Instr. 8)	4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)			5. Amount of Securities Beneficially Owned at End of Month (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
		Code	V	Amount	(A) or (D)	Price		
Common Stock	3/21/00	S		10,000	D	\$16.2813		
Common Stock	3/22/00	S		5,000	D	\$18.00		
Common Stock	3/23/00	S		10,000	D	\$18.050		
Common Stock	3/23/00	S		5,000	D	\$17.3438		
Common Stock	3/23/00	S		5,000	D	\$18.050	85,679	I By Syal Trust

Reminder: Report on a separate line for each class of securities beneficially

owned directly or indirectly.

(Print or Type Responses)

(Over)

Table II--Derivative Securities Acquired, Disposed of, or Beneficially Owned  
(e.g., puts, calls, warrants, options, convertible securities)[illegible][illegible]

### Explanation of Responses:

(1) Vested over four year period from the date of grant.

/s/ Madan Syal	4-12-00
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**Signature of Reporting Person	Date

\*\* Intentional misstatements or omissions of facts constitute Federal Criminal Violations.  
See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).

Note: File three copies of this Form, one of which must be manually signed.

If space provided is insufficient, see Instruction 6 for procedure.